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**APPLICATION FOR AMENDMENT TO ORDER OF REGISTRATION**

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS SOLE MEMBER AND  
MANAGER OF CAESARS ENTERTAINMENT RESORT PROPERTIES HOLDCO, LLC,  
RIO PROPERTIES HOLDCO, LLC, HARRAH'S LAUGHLIN HOLDCO, LLC AND  
HARRAH'S LAS VEGAS HOLDCO, LLC**

**APPLICATION FOR A DISPOSITION OF SECURITIES OF RIO PROPERTIES, LLC TO  
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**APPLICATION FOR A DISPOSITION OF SECURITIES OF HARRAH'S LAUGHLIN,  
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**APPLICATION FOR A DISPOSITION OF SECURITIES OF HARRAH'S LAS VEGAS,  
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**APPLICATION TO MERGE RIO PROPERTIES HOLDCO, LLC INTO FLAMINGO LAS  
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**Re:** 14184-01  
CAESARS ENTERTAINMENT OPERATING COMPANY, INC. (PTC)  
(Caesars Entertainment Corporation – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR AMENDMENT TO ORDER OF REGISTRATION**

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**APPLICATION FOR A FINDING OF SUITABILITY AS SOLE MEMBER AND  
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**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF THE QUAD  
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**Re:** 32363-01  
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ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR AMENDMENT TO ORDER OF REGISTRATION**

**Re:** 32364-01  
CAESARS GROWTH PARTNERS, LLC  
(Caesars Acquisition Company – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR A FINDING OF SUITABILITY AS SOLE MEMBER AND  
MANAGER OF CAESARS GROWTH PROPERTIES PARENT, LLC**

**Re:** 32663-01  
CAESARS ENTERTAINMENT RESORT PROPERTIES HOLDCO, LLC  
(Caesars Entertainment Corporation – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR FINDING OF SUITABILITY AS SOLE MEMBER AND MANAGER  
OF CAESARS ENTERTAINMENT RESORT PROPERTIES, LLC**

GARY WILLIAM LOVEMAN  
President

ERIC ALAN HESSION  
Treasurer

MICHAEL DANIEL COHEN  
Corporate Secretary

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS OFFICERS**

**Re:** 32664-01  
CAESARS ENTERTAINMENT RESORT PROPERTIES, LLC  
(Caesars Entertainment Resort Properties Holdco, LLC – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

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**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF RIO PROPERTIES, LLC, FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, PARIS LAS VEGAS OPERATING COMPANY, LLC, HARRAH'S LAUGHLIN, LLC, AND HARRAH'S LAS VEGAS, LLC**

**APPLICATION TO PLEDGE ITS MEMBERSHIP INTEREST IN RIO PROPERTIES, LLC, FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, PARIS LAS VEGAS OPERATING COMPANY, LLC, HARRAH'S LAUGHLIN, LLC, AND HARRAH'S LAS VEGAS, LLC TO CITICORP NORTH AMERICA, INC., AS COLLATERAL AGENT, IN CONJUNCTION WITH THE FIRST LIEN CREDIT AGREEMENT AND FIRST-PRIORITY SENIOR SECURED NOTES DUE 2020**

**APPLICATION TO PLEDGE ITS MEMBERSHIP INTEREST IN RIO PROPERTIES, LLC, FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, PARIS LAS VEGAS OPERATING COMPANY, LLC, HARRAH'S LAUGHLIN, LLC, AND HARRAH'S LAS VEGAS, LLC TO U.S. BANK NATIONAL ASSOCIATION, AS COLLATERAL AGENT, IN CONJUNCTION WITH THE SECOND-PRIORITY SENIOR SECURED NOTES DUE 2021**

GARY WILLIAM LOVEMAN  
President

ERIC ALAN HESSION  
Treasurer

MICHAEL DANIEL COHEN  
Corporate Secretary

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS OFFICERS**

**Re:** 32667-01  
RIO PROPERTIES HOLDCO, LLC  
(Caesars Entertainment Corporation – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF RIO PROPERTIES, LLC**

**Re:** 31148-01  
FLAMINGO LAS VEGAS HOLDING, LLC  
(Caesars Entertainment Corporation – 100%)  
3667 LAS VEGAS BLVD S  
LAS VEGAS, NV 89109

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF RIO PROPERTIES, LLC**

**APPLICATION TO PLEDGE ITS MEMBERSHIP INTEREST IN FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, TO CITICORP NORTH AMERICA, INC., AS COLLATERAL AGENT, IN CONJUNCTION WITH THE FIRST LIEN CREDIT AGREEMENT AND FIRST-PRIORITY SENIOR SECURED NOTES DUE 2020**

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**APPLICATION TO PLEDGE ITS MEMBERSHIP INTEREST IN FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, TO U.S. BANK NATIONAL ASSOCIATION, AS COLLATERAL AGENT, IN CONJUNCTION WITH THE SECOND-PRIORITY SENIOR SECURED NOTES DUE 2021**

GARY WILLIAM LOVEMAN  
President

ERIC ALAN HESSION  
Treasurer

MICHAEL DANIEL COHEN  
Corporate Secretary

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS OFFICERS**

**Re:** 31149-01  
PARIS LAS VEGAS HOLDING, LLC  
(Caesars Entertainment Corporation – 100%)  
3667 LAS VEGAS BLVD S  
LAS VEGAS, NV 89109

**APPLICATIONS FOR LICENSURE AS SOLE MEMBER OF AND MANAGER OF RIO PROPERTIES, LLC AND FLAMINGO LAS VEGAS OPERATING COMPANY, LLC**

**APPLICATION TO PLEDGE ITS MEMBERSHIP INTEREST IN PARIS LAS VEGAS OPERATING COMPANY, LLC, TO CITICORP NORTH AMERICA, INC., AS COLLATERAL AGENT, IN CONJUNCTION WITH THE FIRST LIEN CREDIT AGREEMENT AND FIRST-PRIORITY SENIOR SECURED NOTES DUE 2020**

**APPLICATION TO PLEDGE ITS MEMBERSHIP INTEREST IN PARIS LAS VEGAS OPERATING COMPANY, LLC, TO U.S. BANK NATIONAL ASSOCIATION, AS COLLATERAL AGENT, IN CONJUNCTION WITH THE SECOND-PRIORITY SENIOR SECURED NOTES DUE 2021**

GARY WILLIAM LOVEMAN  
President

ERIC ALAN HESSION  
Treasurer

MICHAEL DANIEL COHEN  
Corporate Secretary

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS OFFICERS**

**Re:** 32668-01  
HARRAH'S LAUGHLIN HOLDCO, LLC  
(Caesars Entertainment Corporation – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

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**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF RIO PROPERTIES, LLC, FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, PARIS LAS VEGAS OPERATING COMPANY, LLC AND HARRAH'S LAUGHLIN, LLC**

**Re:** 32666-01  
HARRAH'S LAS VEGAS HOLDCO, LLC  
(Caesars Entertainment Corporation – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF RIO PROPERTIES, LLC, FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, PARIS LAS VEGAS OPERATING COMPANY, LLC, HARRAH'S LAUGHLIN, LLC AND HARRAH'S LAS VEGAS, LLC**

**Re:** 32665-01  
HARRAH'S ATLANTIC CITY HOLDING, INC.  
(Caesars Entertainment Corporation – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF RIO PROPERTIES, LLC, FLAMINGO LAS VEGAS OPERATING COMPANY, LLC, PARIS LAS VEGAS OPERATING COMPANY, LLC, HARRAH'S LAUGHLIN, LLC AND HARRAH'S LAS VEGAS, LLC**

GARY WILLIAM LOVEMAN  
President

ERIC ALAN HESSION  
Treasurer

MICHAEL DANIEL COHEN  
Corporate Secretary

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS OFFICERS**

**Re:** 32708-01  
CAESARS GROWTH QUAD, LLC  
(Caesars Growth Properties Holdings, LLC – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF 3535 LV NEWCO, LLC**

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**Re:** 29256-01  
3535 LV CORP  
(Caesars Entertainment Operating Company, Inc. – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR A FINDING OF SUITABILITY AS SOLE MEMBER AND  
MANAGER OF 3535 LV PARENT, LLC**

**Re:** 32753-01  
3535 LV PARENT, LLC  
(3535 LV Corp – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF 3535 LV  
NEWCO, LLC**

**Re:** 32701-01  
01177-05  
3535 LV NEWCO, LLC dba's  
THE QUAD RESORT & CASINO AND O'SHEAS CASINO  
(Caesars Growth Quad, LLC – 100%)  
3535 LAS VEGAS BLVD S  
LAS VEGAS, NV 89109

**APPLICATION FOR A NONRESTRICTED GAMING LICENSE (INCLUDING A RACE  
BOOK AND SPORTS POOL)**

**APPLICATION FOR LICENSURE TO CONDUCT OFF-TRACK PARI-MUTUEL RACE  
AND SPORTS WAGERING**

3535 LV PARENT, LLC 100%  
(Transferor)

CAESARS GROWTH QUAD, LLC 100%  
(Transferee)

**APPLICATION FOR APPROVAL OF A TRANSFER OF INTEREST**

**Re:** 32701-01  
30618-02  
3535 LV NEWCO, LLC dba  
HOT SPOT OASIS  
(Caesars Growth Quad, LLC – 100%)  
265 EAST HARMON AVENUE  
LAS VEGAS, NV 89109

**APPLICATION FOR A RESTRICTED GAMING LICENSE**

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**Re:** 32705-01  
THE QUAD MANAGER, LLC  
(Caesars Entertainment Operating Company, Inc. – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR LICENSURE AS A KEY EXECUTIVE OF 3535 LV NEWCO, LLC**

**Re:** 32703-01  
CAESARS GROWTH CROMWELL, LLC  
(Caesars Growth Properties Holdings, LLC – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF  
CORNER INVESTMENT COMPANY, LLC**

**Re:** 32704-01  
CROMWELL MANAGER, LLC  
(Caesars Entertainment Operating Company, Inc. – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR LICENSURE AS A KEY EXECUTIVE OF CORNER INVESTMENT  
COMPANY, LLC**

**Re:** 23978-01  
PARBALL CORPORATION  
(Caesars Entertainment Operating Company, Inc. – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR A FINDING OF SUITABILITY AS SOLE MEMBER AND  
MANAGER OF PARBALL PARENT, LLC**

**Re:** 32754-01  
PARBALL PARENT, LLC  
(Parball Corporation– 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF PARBALL  
NEWCO, LLC**

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**Re:** 32707-01  
CAESARS GROWTH BALLY'S LV, LLC  
(Caesars Growth Properties Holdings, LLC– 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF PARBALL  
NEWCO, LLC**

**Re:** 32702-01  
01891-03  
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32730-01 (D)  
PARBALL NEWCO, LLC dba  
BALLY'S LAS VEGAS  
(Parball Parent, LLC – 100%)  
3645 LAS VEGAS BLVD S  
LAS VEGAS, NV 89109

**APPLICATION FOR A NONRESTRICTED GAMING LICENSE (INCLUDING A RACE  
BOOK AND SPORTS POOL)**

**APPLICATION FOR LICENSURE TO CONDUCT OFF-TRACK PARI-MUTUEL RACE  
WAGERING**

**APPLICATION FOR LICENSURE AS A MANUFACTURER AND DISTRIBUTOR**

PARBALL PARENT, LLC 100%  
(Transferor)

CAESARS GROWTH BALLY'S LV, LLC 100%  
(Transferee)

**APPLICATION FOR APPROVAL OF A TRANSFER OF INTEREST**

**Re:** 32706-01  
BALLY'S LAS VEGAS MANAGER, LLC  
(Caesars Entertainment Corporation – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR LICENSURE AS A KEY EXECUTIVE OF PARBALL NEWCO, LLC**

**Re:** 32755-01  
CORNER INVESTMENT COMPANY NEWCO, LLC  
(Caesars Entertainment Operating Company, Inc. – 100%)  
3595 LAS VEGAS BLVD S  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

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**APPLICATION FOR LICENSURE AS SOLE MEMBER AND MANAGER OF  
CORNER INVESTMENT COMPANY, LLC**

**Re:** 29808-01  
03005-04  
CORNER INVESTMENT COMPANY, LLC dba  
THE CROMWELL  
(Caesars Entertainment Operating Company, Inc. – 100%)  
3595 LAS VEGAS BLVD S  
LAS VEGAS, NV 89109

CAESARS ENTERTAINMENT OPERATING COMPANY, INC. 100%  
(Transferor)

CORNER INVESTMENT COMPANY NEWCO, LLC 100%  
(Transferee)

**APPLICATION FOR APPROVAL OF A TRANSFER OF INTEREST**

CORNER INVESTMENT COMPANY NEWCO, LLC 100%  
(Transferor)

CAESARS GROWTH CROMWELL, LLC 100%  
(Transferee)

**APPLICATION FOR APPROVAL OF A TRANSFER OF INTEREST**

**Re:** 32723-01  
CAESARS GROWTH PROPERTIES PARENT, LLC  
(Caesars Growth Partners – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS SOLE MEMBER AND  
MANAGER OF CAESARS GROWTH PROPERTIES HOLDINGS, LLC AND  
CAESARS GROWTH PH, LLC**

**Re:** 32724-01  
CAESARS GROWTH PROPERTIES HOLDINGS, LLC  
(Caesars Growth Properties Parent, LLC – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

**APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY**

**APPLICATIONS FOR FINDINGS OF SUITABILITY AS SOLE MEMBER AND  
MANAGER OF CAESARS GROWTH QUAD, LLC, CAESARS GROWTH CROMWELL,  
LLC, CAESARS GROWTH BALLY'S LV, LLC, AND CAESARS GROWTH PH, LLC**

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**Re:** 32481-01  
CAESARS GROWTH PH, LLC  
(Caesars Growth Properties Holdings, LLC – 100%)  
ONE CAESARS PALACE DR  
LAS VEGAS, NV 89109

CAESARS GROWTH PARTNERS, LLC 100%  
(Transferor)

CAESARS GROWTH PROPERTIES PARENT, LLC 100%  
(Transferee)

**APPLICATION FOR APPROVAL OF A TRANSFER OF INTEREST**

CAESARS GROWTH PROPERTIES PARENT, LLC 100%  
(Transferor)

CAESARS GROWTH PROPERTIES HOLDINGS, LLC 100%  
(Transferee)

**APPLICATION FOR APPROVAL OF A TRANSFER OF INTEREST**

**GCB RECOMMENDS:**

**NGC DISPOSITION:**

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